

Critical Ecosystem Partnership Fund

No Objection Approval Pursuant to Section 2.03(c) of the Financing Agreement

May 22, 2018

CEPF Donors: Membership and Rules of Engagement

Recommended Action Item:

The Donor Council is asked to review and **approve on a no-objection** basis the text on CEPF Donors: Membership and Rules of Engagement.

The deadline for no-objection approval is **5 June 2018**.

Background:

Discussions on “CEPF Donors Membership and Rules of Engagement” took place during Donor Council Meetings # 29 (June 2016), 31 (June 2017), and 32 (February 2018) under agenda items entitled “Governance”. As per the request of the Donor Council (Minutes of Donor Council #32 of April 2018), the CEPF Secretariat has circulated a revised version of the text describing the terms of the membership of CEPF donors as well as their rules of engagement, solicited comments before seeking electronic no-objection for final approval. When approved the text will be added to the CEPF Operational Manual (OM) under a new section referenced OM 5.4.

CEPF Donors: Membership and Rules of Engagement

The criteria for membership and rules of engagement for CEPF Global Donors are:

- A contribution is defined as an executed agreement committing funding to CEPF. In the case where a contribution to CEPF is made in a foreign currency, the amount of the contribution will be valued as of the date of agreement execution.
- Global donors must contribute at least USD \$5 million (“Qualifying Contribution”) during the Term of the respective financing agreement with CI (as the CEPF Secretariat) committing such Qualifying Contribution. “Term” shall have the meaning defined in such financing agreement.
- Donor Council membership commences on the effective date as defined in the financing agreement with CI (as the CEPF Secretariat) committing the Qualifying Contribution.
- Donor Council membership ends on the later of:
(i) the closing date (“Closing Date”) as defined in the respective current financing agreement with CI (as the CEPF Secretariat),
Or
(ii) the two-year anniversary of such Closing Date (“Carry-Over Period”), if a new financing agreement has not become effective prior to the expiration of the Carry-Over Period, but the Donor Council member has affirmed intent to renew its commitment to CEPF prior to the Closing Date. Intent to renew shall be affirmed by a statement made at the Donor Council meeting or by an official letter to the CEPF Secretariat pledging renewal. Notwithstanding the foregoing, the Donor Council may extend the Carry-Over Period on a no-objection basis.
- Global donors can send several representatives to meetings.
- Donor Council members attend as representatives of their institutions not in their personal capacity.
- Guests may participate in Donor Council meetings, on a no-objection basis.
- Decision making by the Donor Council will be on a consensus basis.